

IMPORTANT — READ INSTRUCTIONS ON BACK BEFORE FILLING OUT FORM — DO NOT DETACH STUB

THIS SPACE FOR USE OF FILING OFFICER

FINANCING STATEMENT — FOLLOW INSTRUCTIONS CAREFULLY

This Financing Statement is presented for filing pursuant to the Uniform Commercial Code and will remain effective, with certain exceptions, for 5 years from date of filing.

A. NAME & TEL. # OF CONTACT AT FILER (optional)	B. FILING OFFICE ACCT. # (optional)
C. RETURN COPY TO: (Name and Mailing Address)	
#0000267-002 Pitney Bowes Credit Corporation 3020 Old Ranch Parkway, #410 Seal Beach, CA 90740	
D. OPTIONAL DESIGNATION (if applicable): <input type="checkbox"/> LESSOR/LESSEE <input type="checkbox"/> CONSIGNOR/CONSIGNEE <input type="checkbox"/> NON-UCC FILING	

Inst # 2000-03002

 01/31/2000-03002
 10:27 AM CERTIFIED
 SHELBY COUNTY JUDGE OF PROBATE
 004 HHS 19.00

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b)

1a. ENTITY'S NAME			
Shelby County Board of Education			
OR	1b. INDIVIDUAL'S LAST NAME		SUFFIX
1c. MAILING ADDRESS		CITY	STATE COUNTRY POSTAL CODE
410 East College St.		Columbiana	AL USA 35051
1d. S.S. OR TAX I.D.#	OPTIONAL ADD'L INFO RE ENTITY DEBTOR	1e. TYPE OF ENTITY	1f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION
		Board of Education	Alabama
			1g. ENTITY'S ORGANIZATIONAL I.D.#, if any <input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b)

2a. ENTITY'S NAME			
OR	2b. INDIVIDUAL'S LAST NAME		SUFFIX
2c. MAILING ADDRESS		CITY	STATE COUNTRY POSTAL CODE
2d. S.S. OR TAX I.D.#	OPTIONAL ADD'L INFO RE ENTITY DEBTOR	2e. TYPE OF ENTITY	2f. ENTITY'S STATE OR COUNTRY OF ORGANIZATION
			2g. ENTITY'S ORGANIZATIONAL I.D.#, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S (ORIGINAL S/P or ITS TOTAL ASSIGNEE) EXACT FULL LEGAL NAME - insert only one secured party name (3a or 3b)

3a. ENTITY'S NAME			
Pitney Bowes Credit Corporation			
OR	3b. INDIVIDUAL'S LAST NAME		SUFFIX
3c. MAILING ADDRESS		CITY	STATE COUNTRY POSTAL CODE
3020 Old Ranch Parkway, #410		Seal Beach	CA 90740

4. This FINANCING STATEMENT covers the following types or items of property:

Equipment per an Equipment Lease-Purchase Agreement between Shelby County Board of Education (Lessee) and Saulsbury Hill Financial (Lessor) dated November 03, 1999. Equipment further described on the attached Schedule I. (2 pages) attached hereto and made a part hereof, together with all accessories, attachments, substitutions and accessions. This is a fixture filing on the above Debtor's address to be filed in the real estate records. See Exhibit A attached hereto and made a part hereof for legal property description.

5. CHECK <input type="checkbox"/> This FINANCING STATEMENT is signed by the Secured Party instead of the Debtor to perfect a security interest (a) in collateral already subject to a security interest in another jurisdiction when it was brought into this state, or when the debtor's location was changed to this state, or (b) in accordance with other statutory provisions (additional data may be required)	7. If filed in Florida (check one) <input type="checkbox"/> Documentary stamp tax paid <input type="checkbox"/> Documentary stamp tax not applicable
6. REQUIRED SIGNATURE(S) Shelby County Board of Education <i>Shelby County Board of Education</i>	8. <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) in the REAL ESTATE RECORDS Attach Addendum (if applicable)
	9. Check to REQUEST SEARCH CERTIFICATE(S) on Debtor(s) (ADDITIONAL FEE) (optional) <input type="checkbox"/> All Debtors <input type="checkbox"/> Debtor 1 <input type="checkbox"/> Debtor 2

SCHEDULE I.



Scope of Services

The Services are defined as the following:

Window Overglazing Installation

The TRANE Company will provide material and installation of DUO-GARD window translucent insulated systems at the following schools.

- 1. Calera Elementary**
- 2. Calera High School Gym**
- 3. Chelsea Middle School**
- 4. Columbiana Middle School**
- 5. Montevallo Elementary School**
- 6. Thompson Elementary School**
- 7. Thompson Middle School**
- 8. Valley Elementary School**
- 9. Vincent Elementary School**
- 10. Wilsonville Elementary School**

The TRANE Company will provide all materials and installation for each of the above listed schools as follows:

- Two DG-1 8mm PCSS panels per treated window to be mounted one each on the interior and exterior of the existing window sash.**
- Materials include framed panels, sash cap per shop drawings, fasteners and caulk.**
- The detailed scope of work shall be in accordance with the attached school footprint drawings and field notes.**

The TRANE Company will install panels in accordance with approved shop drawings on a per school basis, and as follows:

- Exterior panel installation can be conducted during daytime hours when school is in session.**
- Interior panel installation will be conducted after school is completed and on weekends unless otherwise approved by a school official.**
- Crews will be given a key to gain access to school and power for after hour and weekend work.**

SCHEDULE I.



- The TRANE Company will provide a schedule of work one-week in advance for the coming week. This schedule will be adjusted each morning to reflect actual progress.
- It is the responsibility of Shelby County Schools to ensure that blinds and all window treatments are removed, furniture is away from installation areas, classroom materials and equipment are away from window areas, bushes are trimmed for clear window access, and, as appropriate, all windows are cleaned or repaired so as not to block scheduled work flow.
- Customer shall provide to Trane an area in which to park a truck trailer at each school.
- The TRANE Company will remove interior window handles and latches.
- The TRANE Company will clean-up debris daily.
- Each school will provide a place to dispose of trash
- The TRANE Company will present a set of shop drawings for each school for approval. Drawing will include window coverage, flashing, sash caps, caulk areas, color choices and window locations on a plan view layout.
- A request for any bush and tree trimming that may be required and any other issues that may hamper installation will accompany drawing.
- Once sign-off is received by The TRANE Company, panels will be manufactured and project schedules generated.
- Schedules are submitted to ensure a minimum of scheduling conflicts between school and Trane.
- Product will be delivered to site via common truck carrier and staged at schools. Installation will commence in accordance with approved schedule.
- Upon completion of project, The TRANE Company will conduct a walk through with customer for approval or punch list generation.

EXHIBIT A - UCC-1 FIXTURE FILING

Shelby County Legal Descriptions

School Name	Address	Section	Township	Range
Calera Elementary School	855 10th St; Calera AL 35040	21	22S	2W
Calera High School Gym	8454 Hwy 31 S; Calera 35040	21	22S	2W
Chelsea Middle School	903 County Rd; 39; Chelsea, AL 35043	34	19S	1W
Columbiana Middle School	222 Joinertown Rd; Columbiana, AL 35051	23	21S	1W
Montevallo Elementary School	171 Jeter Circle; Montevallo, AL 35115	21	22S	3W
Thompson Elementary School	1425 Montevallo Rd; Montevallo, AL 35115	11	21S	3W
Thompson Middle School	36 6th Ave. SE; Alabaster, AL 35007	10	21S	3W
Valley Elementary School	310 Opportunity Rd; Pelham, AL 35124	6	20S	2W
Vincent Elementary School	40800 Highway 25; Vincent, AL 35178	22	19S	2E
Wilsonville Elementray School	71 School St; Wilsonville, AL 35186	1	21S	1E

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